

POLSINELLI

Daniel J. Flanigan, Esq.
900 Third Avenue, 21st Floor
New York, New York 10022
(212) 684-0199 (Telephone)
(212) 759-8290 (Facsimile)
Bankruptcy Counsel for Class Claimants

WALTERS, BENDER,

STROHBEHN & VAUGHAN
R. Frederick Walters, Esq.
2500 City Center Square
1100 Main
Kansas City, Missouri 64105
(816) 421-6620 (Telephone)
(816) 421-4747 (Facsimile)
Co-Lead Counsel for Class Claimants

CARLSON LYNCH LTD.

R. Bruce Carlson, Esq.
115 Federal Street, Suite 210
Pittsburgh, Pennsylvania 15212
(412) 322-9243 (Telephone)
(412) 231-0246 (Facsimile)
Co-Lead Counsel for Class Claimants

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.

Chapter 11

Case No. 12-12020 (MG)

(Jointly Administered)

AFFIDAVIT OF SERVICE

STATE OF MISSOURI)
) ss.
COUNTY OF JACKSON)

Trista J. Backus, being duly sworn, hereby certifies and states:

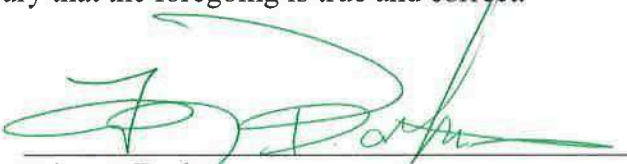
I am over 18 years of age and am not a party to the above-captioned proceedings. I am employed by Polsinelli, having offices at 900 Third Avenue, 21st Floor, New York, New York 10022, and at 900 W. 48th Place, Suite 900, Kansas City, Missouri 64112.

On the 4th day of November, 2013, true and correct copies of the below-listed documents were served by electronic mail to the parties who have registered and consented to receiving ECF notification from the Court, and served on the 6th day of November, 2013, by First-Class

United States Mail, postage prepaid, to the November 1, 2013 Special Service List addressed as they appear on the attached service list:

- The Kessler Settlement Class' Reply in Further Support of the Joint Motion Pursuant to 11 U.S.C. § 105 and Federal Rules of Bankruptcy Procedure 7023 and 9019 for an Order, Inter Alia, Approving the Settlement Agreement on a Final Basis and Granting Related Relief (Doc No. 5595);
- Notice of Motion and Application for Incentive Awards to Named Plaintiffs with the Memorandum of Law in Support (Doc No. 5597); and
- Notice of Motion and Application for Award of Attorneys' Fees and Litigation Costs and Expenses with the Memorandum of Law in Support, plus Exhibits 1 through 10 (Doc No. 5598).

I declare under penalty of perjury that the foregoing is true and correct.



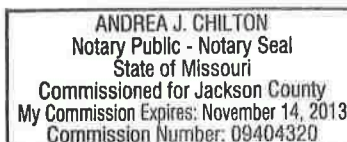
Trista J. Backus

On this 8th day of November, 2013, before me personally appeared **Trista J. Backus**, to me known to be the person described herein and who executed the foregoing instrument, and acknowledged that she executed the same as her free act and deed.

In Testimony Whereof, I have hereunto set my hand and affixed my official seal the day and year first above written.



Notary Public



Wells Fargo Bank NA
Attn: Corporate Trust Services –
GMACM Home Equity Notes
2004 Variable Funding Trust
P.O. Box 98
Columbia, MD 21046

U.S. Trustee for the Southern District of NY
Tracy Hope Davis, Linda A. Riffkin and
Brian S. Masumoto
33 Whitehall St., 21st Floor, Region 2
New York, NY 10004

United States Attorney's Office for the
Southern District of New York, Civil Division
Attn: Joseph Cordaro & Christine Irvin Phillips
86 Chambers St., 3rd Floor
New York, NY 10007

U.S. Department of Justice
US Attorney General, Eric H. Holder, Jr.
950 Pennsylvania Ave NW
Washington, DC 20530-0001

Clifford Chance US LLP
Jennifer C. DeMarco & Adam Lesman
31 West 52nd Street
New York, NY 10019

The Bank of New York Mellon
Asset-Backed Securities Group
101 Barclay St. 4W
New York, NY 10286

Cleary Gottlieb Steen & Hamilton LLP
Sean A. O'Neal and Thomas J. Moloney
One Liberty Plaza
New York, NY 10006

Citibank NA
Attn: Bobbie Theivakumaran
390 Greenwich St., 6th Fl
New York, NY 10013

Loeb & Loeb LLP
Walter H. Curchack, Vadim J. Rubinstein,
& Debra W. Minoff
345 Park Avenue
New York, NY 10154

Office of the U.S. Attorney for the
Southern District of NY
United States Attorney Preet Bharara
One St. Andrews Plaza
New York, NY 10007

Internal Revenue Service
Centralized Insolvency Operation
P.O. Box 7346
Philadelphia, PA 19101-7346

Internal Revenue Service
Centralized Insolvency Operation
2970 Market St
Philadelphia, PA 19104

Internal Revenue Service
Insolvency Section
31 Hopkins Plz., Rm 1150
Baltimore, MD 21201

Kelley Drye & Warren LLP
James S. Carr & Eric R. Wilson
101 Park Ave
New York, NY 10178

Kirkland & Ellis
Richard M. Cieri
601 Lexington Ave
New York, NY 10022

Kirkland & Ellis LLP
Attn: Ray C. Schrock & Stephen E. Hessler
601 Lexington Ave
New York, NY 10022-4611

Kramer Levin Naftallis & Frankel LLP
Kenneth H. Eckstein, Thomas Moers Mayer
& Douglas H. Mannal
1177 Avenue of the Americas
New York, NY 10036

Kurtzman Carson Consultants
P. Joe Morrow
2335 Alaska Ave
El Segundo, CA 90245

Milbank, Tweed, Hadley & McCloy LLP
Gerard Uzzi
1 Chase Manhattan Plaza
New York, NY 10005

Securities & Exchange Commission NY
Regional Office
George S Canellos Regional Director
3 World Financial Center Ste 400
New York, NY 10281-1022

Morrison & Foerster LLP
Attn: Tammy Hamzehpour
1290 Avenue of the Americas
New York, NY 10104

Morrison & Foerster LLP
Larren M. Nashelsky, Gary S. Lee &
Lorenzo Marimizzi
1290 Avenue of the Americas
New York, NY 10104

Securities & Exchange Commission
Secretary of the Treasury
100 F St NE
Washington, D.C. 20549

Office of the NY State Attorney General
Nancy Lord & Enid M. Stuart
The Capitol
Albany, NY 12224-0341